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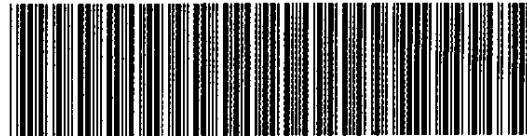
(Business Entity Name)

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TALLAHASSEE, FLORIDA

J. BRYAN

AUG -1 2011

EXAMINER

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: TARPON WORKS, LLC  
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jennifer Tenney, Esq.  
Name of Person

Woodward, Pires & Lombardo, PA  
Firm/Company

Po Box One  
Address

Marco Island, FL 34146  
City/State and Zip Code

tenney@wpl-legal.com  
E-mail address: (to be used for future annual report notification)

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For further information concerning this matter, please call:

Jennifer Tenney at ( 239 ) 394-5161  
Name of Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)    ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**Mailing Address**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street/Courier Address**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION  
OF  
TARPON WORKS, LLC**

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In order to form a Limited Liability Company pursuant to the Florida Limited Liability Company Act, Ch. 608 (the "Act"), we the undersigned hereby execute these Articles of Organization in accordance with the provisions of Section 608.407 of the Act and state that the statements set forth below as to the certain terms of the Limited Liability Company set forth herein are true and correct.

**I. NAME**

The name of the limited liability company is Tarpon Works, L.L.C.

**II. NATURE OF BUSINESS**

The limited liability company shall be for the purpose of owning and operating a restaurant as well as all other valid purposes under Florida law. The company shall have all the powers outlined in F.S. 608.404 which may be necessary to effect the purposes set forth in these Articles.

**III. BUSINESS ADDRESS**

3.1 The mailing address of the Company is 750 Waterford Drive, Unit 201, Naples, FL 34113.

**IV. DURATION**

4.1 The duration of the limited liability company shall be deemed to have commenced as of the date of filing with the Department of State, and shall continue and be perpetual.

4.2 The duration of the Limited Liability Company shall not be affected by the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member, or other termination of a member's membership in the absence of unanimous consent of the members.

**V. ADDRESS**

The initial address of the principal office of this limited liability company in the State of Florida is 750 Waterford Drive, Unit 201, Naples, FL 34113.

The managers may, from time to time, move the principal office to any other address in the State of Florida.

## VI. MANAGEMENT

6.1 The management of this limited liability company shall be vested in one (1) manager. The initial manager shall serve until the first annual meeting of members or until his successor is elected and qualify. The name and address of the initial manager is as follows:

James John Grierson, Jr. 750 Waterford Drive, Unit 201  
Naples, FL 34113

6.2 All managers shall be elected by the members annually. Members shall be entitled to vote that number of votes which equates to their percentage interest in the company. The total number of votes to be cast shall be 100.

## VII. INITIAL MEMBERS AND ORGANIZERS

7.1 The initial members and organizers of the company and their addresses are as follows:

<u>Names</u>	<u>Addresses</u>	<u>Percentage Interest in Co.</u>	<u>No. of Votes Allocated</u>
James John Grierson, Jr., Organizer	750 Waterford Dr., Unit 201 Naples, FL 34113	99%	99
James John Grierson, Sr.	800 Arcadia Ct. Marco Island, FL 34145	1%	1

7.2 All transfers or assignments shall be permitted. However, if all other members of the limited liability company, other than the member proposing to dispose of his or its interest, do not approve the proposed transfer or assignment by unanimous written consent, the transferee of the interest of the member shall have no right to participate in the management of the business and affairs of the limited liability company or to become a member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member otherwise would be entitled.

## VIII. PROFITS AND LOSSES

8.1 Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the limited liability company's business that remain after the payment of the expenses of conducting the business. Each member shall be entitled to a distributive share of the profits of the company equal to their percentage ownership in the company. Such distributive share of the profits of the company shall be paid to the members at such time as determined by a majority of the managers.

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8.2 Losses. All losses that occur in the operation of the limited liability company's business shall be paid out of the capital of the limited liability company and the profits of the business of the company to the extent possible.

### IX. BOOKS AND RECORDS

9.1 The managers shall maintain full and accurate books of the company at the company's place of business, showing all receipts, expenses, assets, liabilities, profits and losses of the company and all other records necessary for the recording of the company's business and affairs.

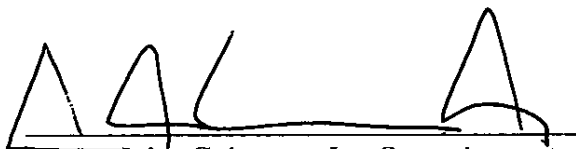
9.2 The managers shall deliver to all members quarterly interim financial information which shall be reviewed but not audited.

### X. REGISTERED AGENT

James John Grierson, Jr. whose address for service of process is 750 Waterford Drive, Unit 201, Naples, FL 34113, shall be the registered agent for the limited liability company.

### XI. AMENDMENTS


These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the managers, proposed by them to the members, and approved at a members meeting by a unanimous vote thereon, unless all the members and all the managers sign a written statement manifesting their intentions that a certain amendment of these Articles of Organization be made.


  
James John Grierson, Jr., Organizer

STATE OF FLORIDA  
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take acknowledgments, personally appeared **James John Grierson, Jr.**, to me known to be the persons described in the foregoing instrument and who acknowledged before me that they executed the same.

WITNESS my hand and official seal in the State and County last aforesaid this 22 day of July, 2011.

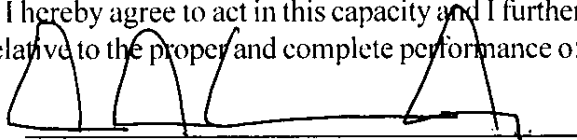
NOTARY PUBLIC-STATE OF FLORIDA  
Jennifer Tenney  
Commission #DD935870  
Expires: OCT. 26, 2013  
BONDED BY ATLANTIC BONDING CO., INC.

  
Notary Public Signature  
Jennifer Tenney  
Notary Public Printed Signature

Notary Rubber Stamp Seal

### **ACKNOWLEDGMENT BY REGISTERED AGENT**

Having been named to accept Service of Process for the above-stated limited liability company, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



**James John Grierson, Jr.**

**This Instrument Was Prepared By:**  
**Jennifer M. Tenney, Esquire**  
**Florida Bar Number: 0816191**  
**Woodward, Pires & Lombardo, P.A.**  
**606 Bald Eagle Drive, Suite 500**  
**Post Office Box One**  
**Marco Island, Florida 34146**  
**Telephone Number: (239) 394-5161**

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